

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:) **Chapter 11**
)
W.R. GRACE & CO., et al.¹) **Case No. 01-01139 (JKF)**
) **(Jointly Administered)**
Debtors.)
) **Re: Docket No. 31294**

DECLARATION OF SERVICE REGARDING:

Docket NOTICE OF DEBTORS' TWENTY-NINTH OMNIBUS OBJECTION TO
No. 31294 EMPLOYEE CLAIMS (SUBSTANTIVE OBJECTION)

TWENTY-NINTH OMNIBUS OBJECTION TO EMPLOYEE CLAIMS
(SUBSTANTIVE OBJECTION)

Exhibit 1 NOTICE OF OBJECTION TO AND TREATMENT OF EMPLOYEE
 CLAIMS NO. XXXX [custom sample attached hereto]

I, James H. Myers, state as follows:

1. I am over eighteen years of age and I believe the statements contained herein are true based on my personal knowledge. My business address is c/o BMC Group, Inc. (f/k/a Bankruptcy Management Corporation), 300 North Continental Boulevard, Suite 570, El Segundo, California 90245.

¹The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn , A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc , Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp.,Grace Washington, Inc., W.R. Grace Capital Corporation, W R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

2. On November 1, 2013, at the direction of the Law Offices of Roger Higgins, LLC., co-counsel to the debtors and debtors in possession in the above-captioned cases, I caused the above-referenced documents to be served on the Affected Parties referenced in Exhibit A via the modes of service described therein.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Executed on the 1st day of November 2012 at Paramount, California.



James H. Myers

EXHIBIT 1

Your Response Deadline: December 6, 2013

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

W. R. Grace & Co., et al.

Debtors.

) Chapter 11

)

) Case No. 01-01139 (KJC)

) (Jointly Administered)

)

) Hearing Date: December 18, 2013

) Response Deadline: December 6, 2013

NOTICE OF OBJECTION TO AND TREATMENT OF EMPLOYEE CLAIMS NO. XXXX

NAME

STREET ADDRESS

CITY, STATE ZIP

Dear XXXX:

W. R. Grace & Co. ("Grace") is providing this Notice to you regarding the proof of claim you filed in Grace's bankruptcy case (your "Employee Claims") regarding benefits you are claiming pursuant to one or more of Grace's existing plans, programs, and policies regarding employee bonuses and other compensation, indemnity agreements, or various medical, insurance, severance, retiree and other benefits (collectively, the "Grace Benefit Programs").

A copy of your Employee Claims is attached to this Notice for your reference. Any attachments you may have submitted with your Employee Claims is not attached to this Notice. Please note that this Notice and the procedures described herein shall not affect any claim that you may have filed in these chapter 11 cases other than the Employee Claims attached to this Notice.

Grace's books and records show that, as of April 2, 2001, the date on which Grace commenced its bankruptcy case, you were either a current employee, former employee or a beneficiary of a former employee of Grace. As such, you were entitled to receive certain benefits (your "Applicable Employee Benefits") from one or more Grace Benefit Programs (including, but not limited to, salary and other compensation).

Please note that, prior to Grace's bankruptcy case, your Applicable Employee Benefits were subject to amendment, modification or termination under the terms of the applicable Grace Benefit Program or under applicable non-bankruptcy law. These limitations are referred to in this Notice as the "Non-Bankruptcy Limitation". This Non-Bankruptcy Limitation to your Applicable Employee Benefits has continued while Grace is in bankruptcy, and will continue to exist after Grace emerges from bankruptcy.

***Your Applicable Employee Benefits have not been, and will not be in the future,
affected by Grace's chapter 11 bankruptcy case.***

Since April 2001, according to Grace's books and records, you have been receiving all your Applicable Employee Benefits (subject to the Non-Bankruptcy Limitation). You will continue to receive all your Applicable Employee Benefits (subject to the Non-Bankruptcy Limitation) at least for as long as Grace remains in bankruptcy.

***Your Applicable Employee Benefits will not be affected by Grace's emergence from
bankruptcy.***

On January 31, 2011, the Bankruptcy Court confirmed Grace's plan of reorganization (the "Plan"). Grace expects to emerge from chapter 11 early next year (the "Effective Date").¹ The Plan provides that, on the Effective Date, Grace will continue the Grace Benefit Programs by assuming the contractual obligations arising from those benefit programs. Therefore, you will see no change in your Applicable Employee Benefits as a result of Grace's emergence from bankruptcy on the Effective Date, and you will continue to receive all your Applicable Employee Benefits after the Effective Date, subject to the Non-Bankruptcy Limitation.

***The procedural disallowance of your Employee Claim will not affect your Applicable
Employee Benefits.***

Grace has asked the Bankruptcy Court to "disallow" your Employee Claims under applicable bankruptcy law as of the Effective Date for the reasons discussed below. ***But this procedural matter will not affect your Applicable Employee Benefits.***

As you are aware, you have been receiving your Applicable Employee Benefits since Grace began its bankruptcy case, and you will continue to receive those benefits at least until Grace emerges from its bankruptcy case, all subject to the Non-Bankruptcy Limitation. Thus you will not have an "allowable" claim for unpaid benefits because you already will have received all the benefits to which you are entitled.

As discussed above, the Plan provides that you will continue to receive your Applicable Employee Benefits after Grace emerges from bankruptcy (subject to the Non-Bankruptcy Limitation) because Grace is "assuming" those Grace Benefit Programs as a matter of applicable bankruptcy law. This means that you will not have an "allowable" claim in Grace's bankruptcy case for any future Applicable Employee Benefits.

Grace has filed a motion (the "Objection") with the Bankruptcy Court requesting that the Court disallow your Employee Claims for the reasons described above. At a hearing scheduled for December 18, 2013, the Court will consider whether to enter an order to disallow your Employee Claims as of the Effective Date.

Please note that, if Grace does not emerge from bankruptcy pursuant to the Plan or if Grace proposes and the Court confirms a different chapter 11 plan of reorganization that does not

¹ Capitalized terms not defined in this notice are defined in the Plan.

require Grace to assume the Grace Benefit Programs, any order entered by the Bankruptcy Court disallowing your Employee Claims will be void, and your Employee Claims will be reinstated for all purposes.

Therefore, the Objection, which requests the Court disallow your Employee Claims, will not affect your Applicable Employee Benefits.

* * * * *

PLEASE NOTE

You **do not need to respond** to this Notice or the Objection. The Bankruptcy Court's entry of the proposed order **will not affect** your Applicable Employee Benefits, which include but are not limited to salary and other compensation that you are now receiving and have been receiving since Grace commenced its bankruptcy case. You will continue to receive your Applicable Employee Benefits after Grace emerges from bankruptcy on the Effective Date, subject to the Non-Bankruptcy Limitation.

If you believe that you have not been receiving all benefits to which you are entitled, or if you have a question about your Applicable Employee Benefits, **you do not need to respond to this Objection to preserve your rights or to have your question answered**. You should instead **contact BMC to discuss the benefits** to which you believe that you are entitled, but have not been receiving. You will then be contacted to discuss your benefits issue. You may contact BMC in any of the following ways:

Telephone: BMC's toll-free number: 1-888-909-0100

Electronic: www.bmcgroup.com/wrgrace Submit question using "Inquiry Tab"

Facsimile: Facsimile number: 1-310-362-8433

By mail: Mailing address:
BMC Group, Inc.
Attn: W.R. Grace & Co., et al.
P.O. Box 3020
Chanhassen, MN 55317-3020

If by Courier or Overnight Delivery:
BMC Group, Inc.
Attn: W.R. Grace & Co., et al.
18675 Lake Drive East
Chanhassen, MN 55317

When you contact BMC by any of the above-described methods, please include your name and address, a daytime telephone number and (if you have one) an e-mail address. This will allow a BMC representative to contact you.

* * * * *

PROCEDURES FOR FILING A WRITTEN RESPONSE TO THE OBJECTION

If you wish to object to the proposed disallowance of your Employee Claims, you must mail a **written response** that is **postmarked prior to the response deadline** of December 6, 2013, to the following address:

Pachulski Stang Ziehl & Jones LLP
919 North Market Street, 17th Floor
P.O. Box 8705
Wilmington, Delaware 19899-8705
Attn: James E. O'Neill

Responses sent by facsimile will not be treated as "written responses". You **must file your written response by mailing** to the address listed above for the law firm of Pachulski Stang Ziehl & Jones LLP.

Your response **must be postmarked on or before the response deadline**. The response deadline is **December 6, 2013**.

Your written response must state a specific basis for objecting to the proposed disallowance of your Employee Claims. Your written response must also include your name and address, a daytime telephone number and (if you have one) an e-mail address. This will allow a Grace representative to contact you regarding your written response.

Your Written Response Must Be Postmarked on or Before December 6, 2013, to Be Considered by the Bankruptcy Court.

If the concerns addressed in your response are not resolved prior to the hearing on the Objection, the Bankruptcy Court will consider your written response to Grace's Objection to disallow your Employee Claims. Grace may file a reply addressing the issues raised in your written response. If Grace does file such a reply, you will be served a copy at the address you include in your written response if it is different than the address in Grace's books and records.

* * * *

**PLEASE NOTE THAT YOUR APPLICABLE EMPLOYEE BENEFITS WILL NOT BE
AFFECTED BY THE DISALLOWANCE OF YOUR EMPLOYEE CLAIM.**

**IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT GRACE BY TELEPHONE,
FAX, E-MAIL OR REGULAR MAIL.**

**YOU DO NOT NEED TO FILE A WRITTEN RESPONSE TO THE DISALLOWANCE
OBJECTION IN ORDER TO PRESERVE YOUR RIGHTS.**

* * * *

SAFETY SAMPLE

UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF Delaware		GRACE NON-ASBESTOS PROOF OF CLAIM FORM
Name of Debtor: ¹ DEBTOR NAME	Case Number	Case Number
<p>NOTE: Do not use this form to assert an Asbestos Personal Injury Claim, a Settled Asbestos Claim or a Zonolite Attic Insulation Claim. Those claims will be subject to a separate claims submission process. This form should also not be used to file a claim for an Asbestos Property Damage Claim or Medical Monitoring Claim. A specialized proof of claim form for each of these claims should be filed.</p>		
Name of Creditor (The person or other entity to whom the Debtor owes money or property): CREDITOR NAME	<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input checked="" type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case. <input type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court.	
Name and address where notices should be sent: NAME STREET ADDRESS CITY, STATE ZIP	This Space is for Court Use Only	
Account or other number by which creditor identifies Debtor: custom entered data	Check here <input type="checkbox"/> replaces If this claim <input type="checkbox"/> amends a previously filed claim, dated: _____	
Corporate Name, Common Name, and/or d/b/a name of specific Debtor against whom the claim is asserted:		
1. Basis for Claim <input type="checkbox"/> Goods sold <input type="checkbox"/> Services performed <input type="checkbox"/> Environmental liability <input type="checkbox"/> Money loaned <input type="checkbox"/> Non-asbestos personal injury/wrongful death <input type="checkbox"/> Taxes <input type="checkbox"/> Other _____	<input type="checkbox"/> Retirement benefits as defined in 11 U.S.C. § 1111(a) <input type="checkbox"/> Wages, salaries, and compensation (fill out below) Your SS #: _____ Unpaid compensation for services performed from _____ to _____ (date)	
2. Date debt was incurred: date	3. If under judgment, date obtained: XXXXX	
4. Total Amount of Claim at Time Case Filed: Custom data entered <small>If all or part of your claim is secured or entitled to priority, also complete Item 5 below.</small> <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach detailed statement of all interest or additional charges.		
5. Classification of Claim. Under the Bankruptcy Code all claims are classified as one or more of the following: (1) Unsecured Nonpriority, (2) Unsecured Priority, (3) Secured. It is possible for part of a claim to be in one category and part in another. CHECK THE APPROPRIATE BOX OR BOXES that best describe your claim and STATE THE AMOUNT OF THE CLAIM AT TIME CASE FILED.		
<input type="checkbox"/> SECURED CLAIM (check this box if your claim is secured by collateral, including a right of setoff) Brief Description of Collateral: <input type="checkbox"/> Real Estate <input type="checkbox"/> Other (Describe briefly)	<input type="checkbox"/> UNSECURED PRIORITY CLAIM - Specify the priority of the claim. <input type="checkbox"/> Wages, salaries, or commissions (up to \$4650), earned not more than 90 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(3). <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(4). <input type="checkbox"/> Taxes or penalties of governmental units - 11 U.S.C. § 507(a)(7). <input checked="" type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a) _____. XXXXXX	
6. Credits: The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.		
7. Supporting Documents: Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of banking accounts, contracts, court judgments, mortgages, security agreements and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary.		
8. Acknowledgement: Upon receipt and processing of this Proof of Claim, you will receive an acknowledgement card indicating the date of filing and your unique claim number. If you want a file stamped copy of the Proof of Claim form itself, enclose a self addressed envelope and copy of this proof of claim form.		
Date date	Sign and print my name and title, if any, or the credit or other person authorized to file this claim (attach copy of power of attorney, if any): — name and signature	
court entered data		

received date stamp

EXHIBIT A

WR Grace & Co. et al

Total number of parties: 20

Exhibit A - WR Grace & Co. et al

Svc Lst	Name and Address of Served Party	Mode of Service
53797	ANDERSON, W R, 41 HARROGATE RD, HOCKLEY ESSEX, SS55HT UNITED KINGDOM	Federal Express Overnight
53797	BALDWIN, H FURLONG, (RE: BALDWIN, H FURLONG), 3215 EYRE HALL DR, CHERITON, VA, 23316	Federal Express Overnight
53797	BALDWIN, H FURLONG, C/O MERCANTILE BANKSHARES CORP, TWO HOPKINS PLAZA, STE 801, BALTIMORE, MD, 21201	Federal Express Overnight
53797	CAMBRE, RONALD C, NEWMONT MINING CORP, 1700 LINCOLN ST, DENVER, CO, 80203	Federal Express Overnight
53797	CHRILLESEN, JAN, (RE: CHRILLESEN, JAN), 1, RUE PAUL HENKES, LUXEMBOURG, L-1710 LUXEMBOURG	Federal Express Overnight
53797	CHRILLESEN, JAN, 16 IMPERIAL CRESCENT, LAKESIDE GRANGE, WEYBRIDGE SURREY, KT139ZE UNITED KINGDOM	Federal Express Overnight
53797	DALELIO, GINO, (RE: DALELIO, GINO), 45 FALKIRK CRES, MAPLE, ON, L6A2E3 CANADA	Federal Express Overnight
53797	DALELIO, GINO, 70 RIVERWOOD TERRACE, BOLTON, ON, L7E1S4 CANADA	Federal Express Overnight
53797	DONALD AND INGRID DOUGAL, (RE: DOUGAL, DONALD AND INGRID), IM SANDLOCH 5, WEDEL, DE-22880 GERMANY	Federal Express Overnight
53797	DOUGAL, DONALD AND INGRID, APARTADO 2039-4050, ALAJUELA, COSTA RICA	Federal Express Overnight
53797	GOODMAN, DR ERNEST M, (RE: GOODMAN, DR ERNEST M), DORFSTRASSE 21, ZELL AM MOOS, 4893 AUSTRIA	Federal Express Overnight
53797	GOODMAN, DR ERNEST M, AVENUE DU LEMAN 14, LAUSANNE, 1005 SWITZERLAND	Federal Express Overnight
53797	MURPHY, JOHN J, (RE: MURPHY, JOHN J), 5500 PRESTON RD, STE 210, DALLAS, TX, 75205	Federal Express Overnight
53797	MURPHY, JOHN J, 4324 BORDEAUX AVE, DALLAS, TX, 75205	Federal Express Overnight
53797	NORRIS, PAUL J, (RE: NORRIS, PAUL J), 41 HOLLY GROVE RD, BLUFFTON, SC, 29909	Federal Express Overnight
53797	NORRIS, PAUL J, 12649 GOLDEN OAK DR, ELLICOTT CITY, MD, 21042	Federal Express Overnight
53797	SOMMERFELT, OLE, BJORNE SKAUS VEI 2, HOSLE, N1347 NORWAY	USPS Express Mail
53797	THORNTON, JOHN L, 32 WHITTIER RD, PAWTUCKET, RI, 02861	Federal Express Overnight
53797	VANDERSLICE, THOMAS A, (RE: VANDERSLICE, THOMAS A), LE RIVAGE, 4351 GULF SHORES BLVD, UNIT 10N, NAPLES, FL, 34103	Federal Express Overnight
53797	VANDERSLICE, THOMAS A, PO BOX 2072, 280 GRAND ISLAND DR, OSTERVILLE, MA, 02655	USPS Express Mail

Subtotal for this group: 20